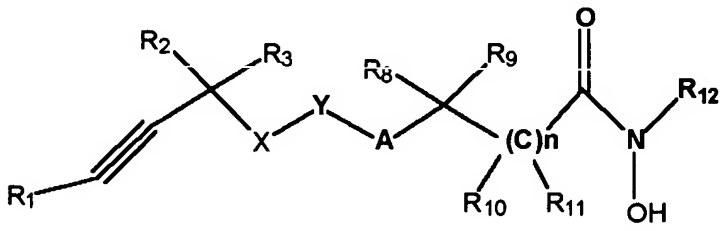
AMENDMENT TO THE CLAIMS

Claim 1 (currently/previously amended). A compound of formula



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wherein:

R_1 is hydrogen, aryl, heteroaryl, alkyl of 1-8 carbon atoms, alkenyl of 2-6 carbon atoms, alkynyl of 2-6 carbon atoms, cycloalkyl of 3-6 carbon atoms, or -C_4-C_8-cycloheteroalkyl;

R_2 and R_3 are each, independently, hydrogen, alkyl of 1-6 carbon atoms, -CN, or -CCH;

R_7 is hydrogen, aryl, aralkyl, heteroaryl, heteroaralkyl, alkyl of 1-6 carbon atoms, alkenyl of 2-6 carbon atoms, alkynyl of 1-6 carbon atoms, cycloalkyl of 3-6 carbon atoms, -C(O)-R_1, -SO_2-R_1, -C(O)-NHR_1, -C(O)NR_5R_6, -C(O)R_1NR_5R_6, -C(O)-OR_1, ~~-C(NH)-NH$_2$; or -C(NH)-NH$_2$;~~

R_8, R_9, R_{10}, and R_{11} are each, independently, hydrogen, aryl or heteroaryl, cycloalkyl of 3-6 carbon atoms, -C_4-C_8-cycloheteroalkyl, alkyl of 1-18 carbon atoms, alkenyl of 2-18 carbon atoms, alkynyl of 2-18 carbon atoms; with the proviso that one of the pairs R8 and R9, R9 and R10 or R10 and R11, together with the carbon atom or atoms to which they are attached, form a cycloalkyl ring of 3-6 carbon atoms, or a -C_4-C_8-cycloheteroalkyl ring;

R_{12} is hydrogen, aryl or heteroaryl, cycloalkyl of 3-6 carbon atoms, -C_4-C_8-cycloheteroalkyl, or alkyl of 1-6 carbon atoms;

A is O, S, SO, SO_2, NR_7, or CH_2;

X is O, S, SO, SO_2, NR_7, or CH_2;

Y is aryl or heteroaryl, with the proviso that A and X are not bonded to adjacent atoms of Y; and with the further proviso that if Y is phenyl, then R_8 and R_9 together with the carbon atom to which they are attached may not form a piperdinyl or tetrahydropyranyl ring; and

n is 0-2; or a pharmaceutically acceptable salt thereof.

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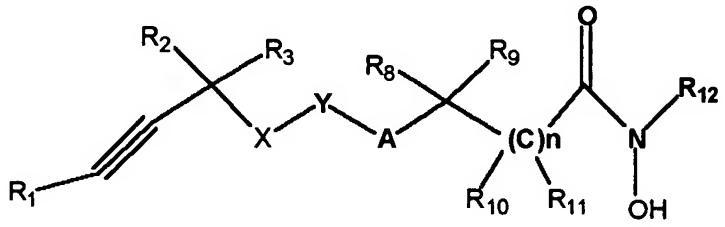
Claim 2 (currently amended). A compound of Claim 1 wherein Y is phenyl, pyridyl, thienyl, furanyl, imidazolyl, ~~or~~ triazolyl or thiadiazolyl.

Claim 3 (canceled).

Claim 4 (currently/previously amended). A method of ~~treating a pathological condition or disorder which requires inhibition of inhibiting pathological changes mediated by~~ TNF-α converting enzyme (TACE) in a mammal in need thereof which comprises administering to said mammal a therapeutically effective amount of a compound having the formula



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wherein:

R_1 is hydrogen, aryl, heteroaryl, alkyl of 1-8 carbon atoms, alkenyl of 2-6 carbon atoms, alkynyl of 2-6 carbon atoms, cycloalkyl of 3-6 carbon atoms, or -C4-C8-cycloheteroalkyl;

R_2 and R_3 are each, independently, hydrogen, alkyl of 1-6 carbon atoms, -CN, or -CCH;

R_7 is hydrogen, aryl, aralkyl, heteroaryl, heteroaralkyl, alkyl of 1-6 carbon atoms, alkenyl of 2-6 carbon atoms, alkynyl of 1-6 carbon atoms, cycloalkyl of 3-6 carbon atoms, $-C(O)-R_1$, $-SO_2-R_1$, $-C(O)-NHR_1$, $-C(O)NR_5R_6$, $-C(O)R_1NR_5R_6$, $-C(O)-OR_1$, ~~$=C(NH)-NH_2$; or~~ $-C(NH)-NH_2$;

R_8, R_9, R_{10}, and R_{11} are each, independently, hydrogen, aryl or heteroaryl, cycloalkyl of 3-6 carbon atoms, -C4-C8-cycloheteroalkyl, alkyl of 1-18 carbon atoms, alkenyl of 2-18 carbon atoms, alkynyl of 2-18 carbon atoms; with the proviso that one of the pairs R8 and R9, R9 and R10 or R10 and R11, together with the carbon atom or atoms to which they are attached, form a cycloalkyl ring of 3-6 carbon atoms, or a -C4-C8-cycloheteroalkyl ring;

R_{12} is hydrogen, aryl or heteroaryl, cycloalkyl of 3-6 carbon atoms, -C4-C8-cycloheteroalkyl, or

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alkyl of 1-6 carbon atoms;

A is O, S, SO, SO_2, NR_7, or CH_2;

X is O, S, SO, SO_2, NR_7, or CH_2;

Y is aryl or heteroaryl, with the proviso that A and X are not bonded to adjacent atoms of Y; and with the further proviso that if Y is phenyl, then R_8 and R_9 together with the carbon atom to which they are attached may not form a piperdinyl or tetrahydropyranyl ring; and

n is 0-2; or a pharmaceutically acceptable salt thereof.

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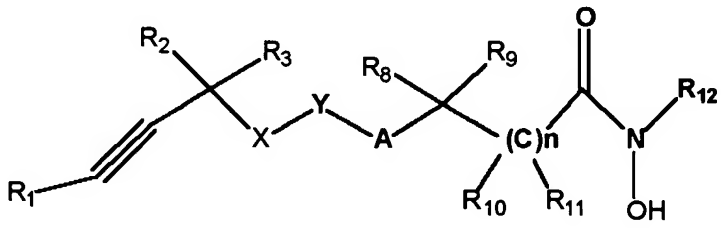
Claim 5 (original). The method of Claim 4 wherein the condition treated is rheumatoid arthritis, graft rejection, cachexia, inflammation, fever, insulin resistance, septic shock, congestive heart failure, inflammatory disease of the central nervous system, inflammatory bowel disease or HIV infection.

Claim 6 (currently/previously amended). A pharmaceutical composition comprising ~~a therapeutically effective amount of~~ a compound having the formula



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wherein:

R_1 is hydrogen, aryl, heteroaryl, alkyl of 1-8 carbon atoms, alkenyl of 2-6 carbon atoms, alkynyl of 2-6 carbon atoms, cycloalkyl of 3-6 carbon atoms, or -C_4-C_8-cycloheteroalkyl;

R_2 and R_3 are each, independently, hydrogen, alkyl of 1-6 carbon atoms, -CN, or -CCH;

R_7 is hydrogen, aryl, aralkyl, heteroaryl, heteroaralkyl, alkyl of 1-6 carbon atoms, alkenyl of 2-6 carbon atoms, alkynyl of 1-6 carbon atoms, cycloalkyl of 3-6 carbon atoms, -C(O)-R_1, -SO_2-R_1, -C(O)-NHR_1, -C(O)NR_5R_6, -C(O)$R_1NR_5R_6$, -C(O)-OR_1, ~~-C(NH)-NH2; or -~~ C(NH)-NH_2;

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R_8, R_9, R_{10}, and R_{11} are each, independently, hydrogen, aryl or heteroaryl, cycloalkyl of 3-6 carbon atoms, -C_4-C_8-cycloheteroalkyl, alkyl of 1-18 carbon atoms, alkenyl of 2-18 carbon atoms, alkynyl of 2-18 carbon atoms; with the proviso that one of the pairs R8 and R9, R9 and R10 or R10 and R11, together with the carbon atom or atoms to which they are attached, form a cycloalkyl ring of 3-6 carbon atoms, or a -C_4-C_8-cycloheteroalkyl ring;

R_{12} is hydrogen, aryl or heteroaryl, cycloalkyl of 3-6 carbon atoms, -C_4-C_8-cycloheteroalkyl, or alkyl of 1-6 carbon atoms;

A is O, S, SO, SO_2, NR_7, or CH_2;

X is O, S, SO, SO_2, NR_7, or CH_2;

Y is aryl or heteroaryl, with the proviso that A and X are not bonded to adjacent atoms of Y; and with the further proviso that if Y is phenyl, then R_8 and R_9 together with the carbon atom to which they are attached may not form a piperdinyl or tetrahydropyranyl ring; and

n is 0-2; or a pharmaceutically acceptable salt thereof.

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